

RECORDATION NO. 24816-CC FILED

MAR 21 '06 12:56 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

March 21, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of February 16, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 24816-U.

The names and addresses of the parties to the enclosed document are:

Lessor:	NARCAT LLC Suite R 480 West Dussel Drive Maumee, Ohio 43537
Lessee:	Rinker Materials of Florida, Inc. 1501 Belvedere Road West Palm Beach, Florida 33406

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

11 gondola cars within the series RMGX 004200 – RMGX 004299 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 16th day of February, 2006, by and between NARCAT LLC, a Delaware limited liability company, having its principal place of business at Suite R, 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and Rinker Materials of Florida, Inc., a Florida corporation, having its principal place of business at 1501 Belvedere Road, West Palm Beach, Florida 33406 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated March 28, 2005 (the "Master Lease"), and Rider Deal #C00949 dated as of February 16, 2006 (the "Schedule"), whereby Lessor leases to Lessee eleven (11) railcars bearing railroad reporting marks as noted on attached Exhibit "A."
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Master Lease and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Pages to Follow]

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

LESSEE:

RINKER MATERIALS OF FLORIDA, INC.

By: Donnie Mason

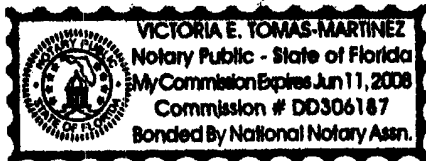
Title: Logistics Manager

Date: 2/16/06

STATE OF Florida)

COUNTY OF Dade) SS:

The foregoing instrument was acknowledged before me this 16th day of February, 2006, by Donnie Mason, the _____ of Rinker Materials of Florida, Inc., a Florida corporation, on behalf of the corporation.



Victoria E. Tomas-Martinez
Notary Public

Lessor:

NARGAT LLC

By: Rasesh H. Shah

Printed

Name: Rasesh H. Shah

Title: Manager

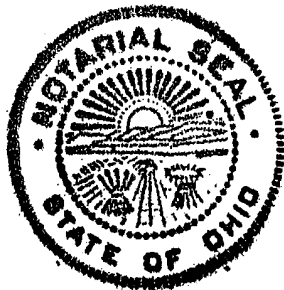
Date: 2/17/06

STATE OF OHIO)

COUNTY OF LUCAS)

SS:

The foregoing instrument was acknowledged before me this 17th day of February, 2006, by Rasesh H. Shah, the Manager of NARGAT LLC, NARGAT LLC, a Delaware limited liability company, on behalf of the company.



Julie Ann Dibble
Notary Public

JULIE ANN DIBBLE
Notary Public, State of Ohio
My Commission Expires 08-20-2010

EXHIBIT "A"	
Eleven (11) Gondolas	
1	RMGX004289
2	RMGX004295
3	RMGX004244
4	RMGX004296
5	RMGX004271
6	RMGX004200
7	RMGX004272
8	RMGX004203
9	RMGX004299
10	RMGX004204
11	RMGX004238

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

3/21/06



Robert W. Alvord